

BEFORE THE NEBRASKA PUBLIC SERVICE COMMISSION

In the Matter of Application of)	Application No. C-2900
C III Communications Operations,)	
LLC of Washington D.C., seeking)	
authority to operate as an)	
interexchange carrier of tele-)	
communications services within)	
the State of Nebraska and C III)	GRANTED
Communications, LLC; C III Com-)	
munications Operations, LLC;)	
Broadwing Communications Ser-)	
vices, Inc.; and Broadwing Tele-)	
communications, Inc., seeking a)	
transfer of assets and)	
customers.)	Entered: May 13, 2003

BY THE COMMISSION:

On March 20, 2003, an application was filed by C III Communications Operations, LLC of Washington D.C. seeking authority to operate as an interexchange carrier of telecommunications services within the State of Nebraska and C III Communications, LLC; C III Communications Operations, LLC; Broadwing Communications Services, Inc.; and Broadwing Telecommunications, Inc.; seeking a transfer of assets and customers. Notice of the application was published in The Daily Record, Omaha, Nebraska, on March 26, 2003. No protests were filed; therefore, this application is processed pursuant to the Commission's Rule of Modified Procedure.

O P I N I O N A N D F I N D I N G S

Description of the Transaction:

On February 22, 2003, C III Communications Operations and its parent company, C III Communications, LLC, entered into a purchase agreement with Broadwing Communications Service, Inc., to acquire its broadband business including the assets and customers of Broadwing Telecommunications. Concurrently with this application, the parties have filed a joint application for authority to transfer the assets of the Broadwing Companies to C III Communications Operations. The operating authority requested is necessary in order for C III Communications Operations to take ownership and control of those assets and continue providing services to the customers currently served by the Broadwing Companies.

Interexchange reseller applications are subject to Commission jurisdiction under Neb. Rev. Stat. §§ 75-604 and 86-805 and Title 291 of the Commission's Rules and Regulations, Chapter 5, Rule 003.12. From examination of the application filed herein, the Commission finds C III Communications Operations has provided all the information required by the Commission, possesses adequate financial resources to provide the proposed service, and possesses adequate technical competency to provide the proposed service. The application should be granted.

O R D E R

IT IS THEREFORE ORDERED by the Nebraska Public Service Commission that Application No. C-2900 be, and it is hereby, granted and the transfer of assets and application for authority are approved.

IT IS FURTHER ORDERED that C III Communications Operations, within 30 days of the close of the transaction, file an amended tariff reflecting any change in the rates, terms or conditions, if such changes are made.

IT IS FURTHER ORDERED that the applicant shall file, in accordance with the applicable statutes on or before April 30th of each year, an annual report with this Commission consisting of: (a) a copy of any report filed with the Federal Communications Commission; (b) a copy of any annual report to stockholders; and (c) a copy of the latest Form 10-K filed with the Securities and Exchange Commission. If these are not available, applicant shall submit a balance sheet and income statement for the previous year of operation, as well as the investment made in telephone plant and equipment located within the state, accumulated depreciation thereon, operating revenues and expenses, and taxes.

IT IS FURTHER ORDERED that, to the extent applicable, the applicant shall comply with all laws pertaining to, and all rules and regulations promulgated under, the Telecommunications Relay System Act (Neb. Rev. Stat. §§ 86-301 to 86-315) and the Nebraska Telecommunications Universal Service Fund Act (Neb. Rev. Stat. §§ 86-316 to 86-329).

IT IS FURTHER ORDERED that applicant file its current tariff prior to offering service pursuant to the certificate granted in this order.

IT IS FINALLY ORDERED that this order be, and it is hereby made, the Commission's official certificate of authority to furnish the service authorized herein as a common carrier.

MADE AND ENTERED at Lincoln, Nebraska, this 13th day of May, 2003.

NEBRASKA PUBLIC SERVICE COMMISSION

COMMISSIONERS CONCURRING:

Chair

ATTEST:

Executive Director